

MARK
TWAIN
BANKS

MARK TWAIN BANK, N.A.

2628 Big Bend Blvd.
St. Louis, Missouri 63143
Telephone: 314-645-5800

November 16, 1988

Interstate Commerce Commission
12th & Constitution Ave., N.W.
Washington, D.C. 20423

Attn: Mildred Lee
Room 2303

Dear Mildred:

Please accept this as a transmittal/letter of instruction on the eight (8)
RM Cabooses NOS. 12, 10, 14, 15, 16, 17, 19 and 22.

Enclosed are the following documents in duplicate form:

Promissory Note
Security Agreement and Addendum
ICC Financing Statement Agreement
Notarized Bill of Sale

The above documents are between two parties:

DEBTOR: St. Louis Car Company
c/o The Innsbrook Corporation
222 South Central, Suite 800
Clayton, MO 63105

SECURED PARTY: Mark Twain Bank
2628 Big Bend Blvd.
St. Louis, MO 63143

Please properly record the documents, keeping one set for your files and
returning the other set to the Bank by certified mail. All forms are notarized
as requested. A \$26.00 check is enclosed to cover charges.

Sincerely,

Nikki Keating
MARK TWAIN BANK

1 6057
RECORDATION NO. 6057
DEC 1 1988 - 3 15 PM
INTERSTATE COMMERCE COMMISSION

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RECORDATION NO. 6057
DEC 1 1988 - 3 15 PM
INTERSTATE COMMERCE COMMISSION
DEC 1 3 07 PM
MOTOR OPERATING UNIT
8 3364031

No. DEC 01 1988
Date
Fee \$ 26.00

ICC Washington, D.C.

1 6057
RECORDATION NO. 6057
DEC 1 X 1988 - 3 15 PM
INTERSTATE COMMERCE COMMISSION

DEC 1 X 1988 - 3 15 PM
INTERSTATE COMMERCE COMMISSION

MARK TWAIN BANK, N.A.

BEFORE THE INTERSTATE
COMMERCE COMMISSION

FINANCING STATEMENT AGREEMENT

DEBTOR: ST. LOUIS CAR COMPANY
C/O The Innsbrook Corporation
222 South Central, Suite 800
Clayton, MO 63105

SECURED PARTY: MARK TWAIN BANK
2628 Big Bend Blvd.
St. Louis, MO 63143

PROPERTY SECURED: 1 RM Caboose NO. 12; SEVEN (7) RM Caboose NOS. 10, 14, 15, 16,
17, 19 & 22.

1 6057/B
REGISTRATION NO. 7100 1428
DEC 1 1988 2 15 PM
INTERSTATE COMMERCE COMMISSION

THIS FINANCING STATEMENT AGREEMENT IS FILED WITH DEBTOR'S
SIGNATURE TO PERFECT A SECURITY INTEREST IN COLLATERAL PER
ATTACHED PROMISSORY NOTE.

ST. LOUIS CAR COMPANY

BY: Edmund J. Boyce Jr., President
Edmund J. Boyce Jr.

MARK TWAIN BANK

BY: Daniel P. Balzer
Dan P. Balzer, Asst. to President

STATE OF MISSOURI
COUNTY OF ST. LOUIS

On this 16th day of November, 19 88, before me a Notary
public, personally appeared Edmund J. Boyce, Jr., who being first
duly sworn upon oath, and stated that he is the Chairman
of St. Louis Car Company, and stated that the corporation
is the Debtor herein, that the corporation approves the foregoing
Financing Statement Agreement and that the statements therein
contained are true and correct to the best of the corporation's
knowledge and belief.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal
the day and year above written.

Susie T. Wieseman
Notary public

My commission expires: SUSIE T. WIESEMAN
NOTARY PUBLIC STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXP. SEPT. 25, 1992

STATE OF MISSOURI)
COUNTY OF ST. LOUIS) SS.

On this 16th day of November, 19 88 before me appeared Dan P. Balzer
to me personally known, who, being by me duly sworn, did say that he ~~was~~ is the Assistant to the President
of Mark Twain Bank, a corporation
of the State of Missouri and that the seal affixed to the foregoing instrument is the corporate seal of said corpora-
tion or that said corporation has no corporate seal, and that said instrument was signed and sealed on behalf of said corporation
by authority of its board of directors, and said person acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County or City and State
aforesaid on the day and year first above written.

Shirley J. Schmidt
Notary Public

My term expires:

SHIRLEY J. SCHMIDT
NOTARY PUBLIC STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXPIRES NOV. 5, 1991
ISSUED THROUGH MISSOURI NOTARY ASSOC